

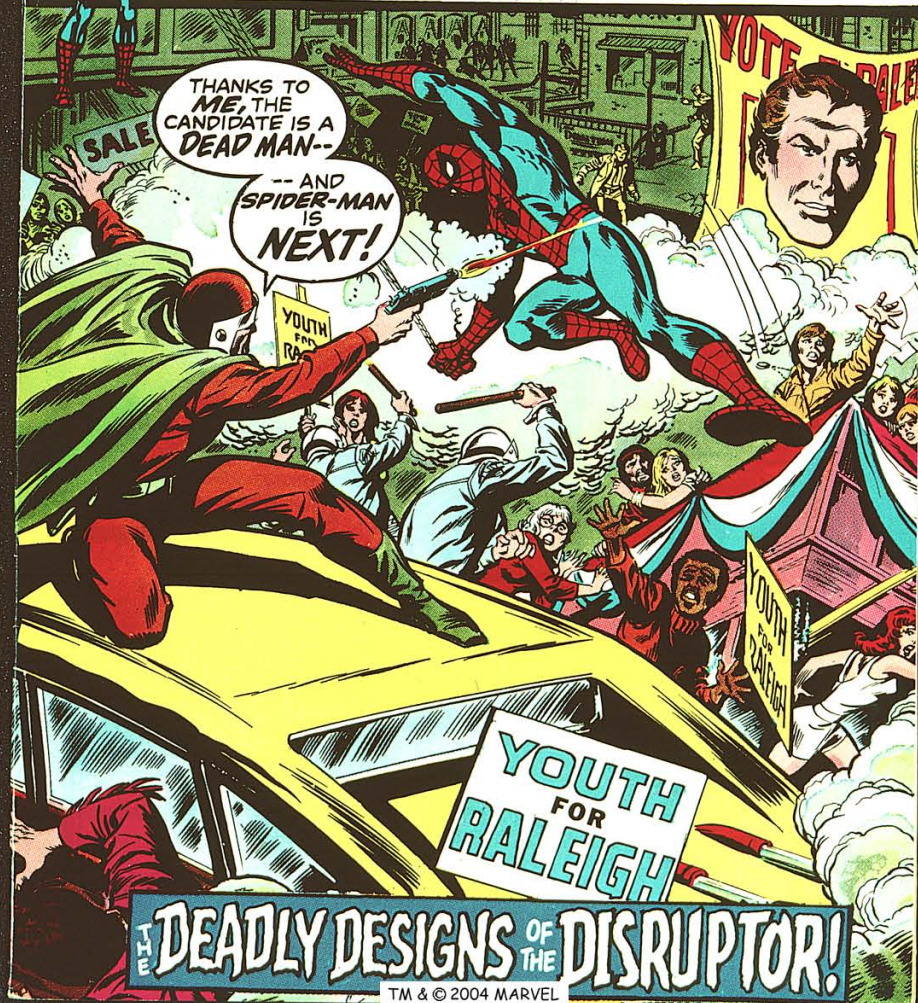
SPIDER-MAN

MARVEL COMICS GROUP

APPROVED
BY THE
COMICS
CODE
AUTHORITY

20¢ 117
FEB
02457

the AMAZING SPIDER-MAN



THANKS TO
ME, THE
CANDIDATE IS A
DEAD MAN--

-- AND
SPIDER-MAN
IS
NEXT!

YOUTH
FOR
RALEIGH

THE DEADLY DESIGNS OF THE DISRUPTOR!

HEY!

'I NEED 250 SKINNY GUYS!'

Mr. Universe
Frank
Richard
says...

muscles in only 35 days!

TENSE

WANTED

'I can't describe how much this course has done for me. All I can say is thank you.'
—Willy Frank, R.R. #3, Vernon, B.C.

'I was very impressed on how my weight increased so rapidly and how my arms and thighs expanded.'
—Colin O'hara, 2203 Southwest Rd., La Porte, Indiana

'Your course is fantastic. My arms are thickening and getting harder after every session.'
—Robert Tremblay, Wawa, Ontario

'Your course has not only made me look, but feel 100% better. Thanks.'
—Ted Catling, Box 223, Shellbrook, Sask.

TENSE CONTRACTION IS: Medically approved by doctors, hospitals and clinics

Yes, I need 250 skinny guys RIGHT NOW to test my fantastic New Body Building Secret — TENSE CONTRACTION® by mail. All I need from you is a few short minutes a day of your time (in the privacy of your home) following my secret method — BUT, I ONLY WANT YOU IF YOU ARE UNDERWEIGHT, WEAK OR FLABBY. If you have a trim, masculine, well built, sexy body at this moment, then please, DO NOT SEND FOR TENSE CONTRACTION®.

I want these new secrets to go ONLY to those guys WHO NEED SENSATIONAL PHYSICAL IMPROVEMENT... Instantly! In short, the more out of shape you are RIGHT NOW the better I like it. Whether you are tall or short, young or not so young, here's your chance to take me up on this unique offer today — NOW by testing this super muscle building method...

NO APPARATUS TO BUY. There is absolutely no apparatus or exercise contraptions to buy. I supply all that is necessary. The complete course involves only a few minutes a day for just 35 days. You will notice DEFINITE RESULTS in only 14 days! Nor do you have to complete the whole course. If after only a few days you feel you have "muscled-up" enough then simply quit the course. You are under NO obligation whatsoever! HERE'S WHAT TENSE CONTRACTION® DID FOR ME... I added 2 full inches of solid muscle to my arms, 4 inches to my chest, broadened my shoulders fantastically and transformed my whole physical appearance in just five short weeks... and I want to prove it can be done by anyone who wants impressive rippling muscles that burst with vitality, fitness and lifetime strength! TENSE CONTRACTION® reveals the amazing shortcut to a weightlifters physique without weights... without barbells... and without exhausting exercise. Results are guaranteed many times faster. So far, I have tested TENSE CONTRACTION® on 200 high school students and 150 laborers. THE RESULTS HAVE BEEN

LITTLE SHORT OF MIRACULOUS. Thin, skinny pupils have gained 10-20, even 30 lbs. of sexy, rippling muscle, while those flabby and overweight have quickly lost every last ounce of flab from their waists, hips and entire bodies. Instantly!

Yes, I'm asking you to witness a muscle building miracle ON YOUR OWN BODY, turn on with fabulous TENSE CONTRACTION® and slap solid muscle on your arms, chest, shoulders and legs. FAST! Change your weakness into devastating, fearless strength and turn unwanted flab into trim "Mr. Universe" muscle. You have nothing to lose but your skinny body... Send TODAY FOR THIS UNIQUE OFFER JUST 25¢ COIN.

P.O. Box 550 THE BODYBUILDING CENTER Dept. 14624 Mississauga, Ont., Canada

Dear Frank,

I enclose 25¢ coin. Count me in on your "Mr. Universe in 35 days" Musclebuilding Secret. I understand that I am under no obligation and that I may quit TENSE CONTRACTION® at any time without having to return the course.

NAME _____ AGE _____

ADDRESS _____

CITY _____ STATE _____

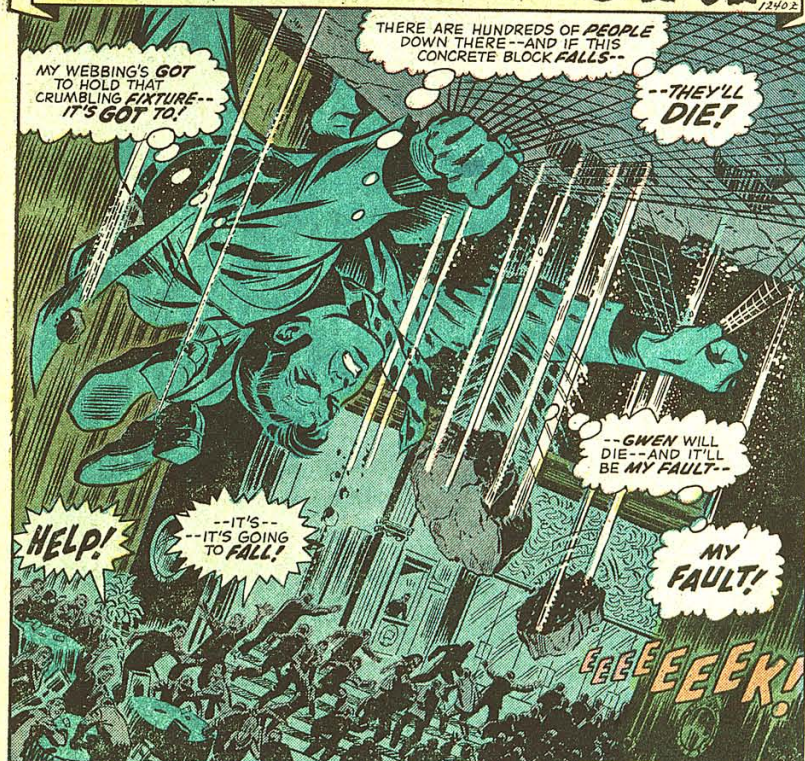
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IN ENGLAND: WRITE FRANK RICHARDS, PAN-COMBINE 24 PEMBRIDGE ROAD LONDON W11

Stan Lee PRESENTS: THE AMAZING SPIDER-MAN™

THE DEADLY DESIGNS OF THE DISRUPTOR!



SCRIPT: STAN LEE + GERRY CONWAY • ART: JOHN ROMITA, JIM MOONEY + T. MORTELLARO
LETTERING: SAM ROSEN + ARTIE SIMEK • COLORING: STAN G. • EDITOR: ROY THOMAS

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2

YOU ASKED FOR IT! WE DID IT!



CRAZY IS NOW ON SALE! THAT'LL TEACH YA!



3



CONTINUED AFTER NEXT PAGE

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--BUT RICHARD RALEIGH IS NOT EASILY FRIGHTENED.

HE WILL CONTINUE TO FIGHT--

--AGAINST ALL WHO OPPOSE HIM!

THAT WAS RICHARD M. RALEIGH--

--THE MAN MANY POLITICAL EXPERTS CLAIM IS DESTINED TO BECOME--THE NEXT MAYOR OF NEW YORK!

...JUST CAN'T UNDERSTAND IT.

RALEIGH ISN'T THE SORT OF MAN WHO ANTAGONIZES EXTREMIST GROUPS. IN MANY WAYS HIS ATTITUDES ARE PRETTY LIBERAL--

--AS WELL AS BEING CONSERVATIVE ENOUGH TO STAY IN THE MAINSTREAM--

--SO WHY ALL THESE ATTEMPTS TO RUIN HIM?

IT'S NOT LIKE THE MOB TO TAKE SUCH AN OBVIOUS PART IN POLITICS --I JUST CAN'T BUY THE IDEA THAT--

GIVEN I'VE BEEN LOOKING ALL OVER FOR YOU--

I WAS WORRIED ABOUT YOU-- AFRAID YOU MIGHT'VE BEEN HURT--!

YOU-- WERE WORRIED ABOUT ME?

PETER, YOU DEAR BOY-- WHEN ARE YOU EVER GOING TO LEARN?

PARKER--WHERE IN BLAZES HAVE YOU BEEN?

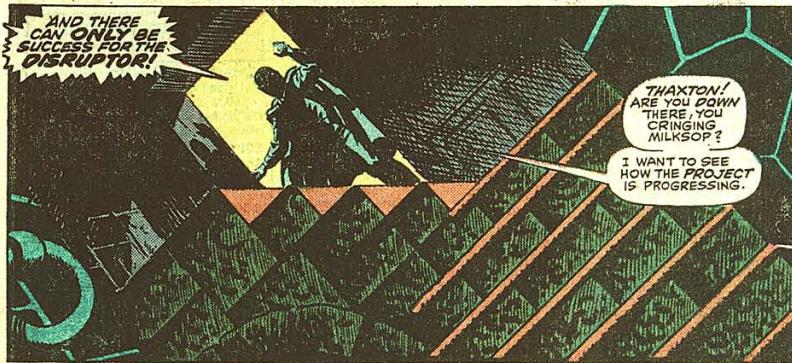
I DON'T PAY YOU A PHOTOGRAPHER'S SALARY TO FIND YOU WANDERING AROUND LIKE A--

--LIKE A MAN ON HIS NIGHT OFF, J.J.J.?

I'LL SEE YOU IN THE MORNING.

RIGHT NOW-- I'VE TWO FAIR DAMSELS TO ESCORT HOME!

PETER, OVER HERE!



AWESOME ANNOUNCEMENTS FOR YOU TO CONJURE WITH, PONDER OVER—AND YAWN AT!

STAN LEE'S SOAPBOX

Those of you who've been with us since the early days of Marvel have probably lost track of how many times I've hammered home the point that, unlike cigarettes, our comics are really good for you. Well, I've recently received a letter from Stephen Nazzaro at the University of Massachusetts that really lays it on the line, so take it away, Steve —

Dear Stan: Here at the University of Massachusetts, I'm co-chairperson of the Northern Educational Service Coordinating Committee. One year ago we wrote to you requesting some subscriptions to Marvel Comics for use in our tutoring program. Your comics have proven an overwhelming success as tutoring tools to each of over 300 tutors here and to all those enrolled in the program—numbering close to 1,000. Our tutors unanimously reported that when Marvel Comics were used with standard readers or those with specific reading difficulties, their ability to pronounce syllables and understand word meanings increased greatly. But most importantly, reading your comics instilled a willingness to read in some of the more stubborn ones that was never before present! For many, this was the first time in their lives that they actually enjoyed reading. Very few of the materials in our office that were designed expressly to assist those with reading problems were as effective as Marvel Comics, or received such consistently positive endorsements. Hopefully, publicizing the ways we use Marvel Comics in our tutoring program will expose others to their potential value as learning tools.

Sincerely,
Stephen C. Nazzaro,
Co-chairperson

Of course, this doesn't mean that reading our munificent mags will turn you into a genius overnight. It could take as long as a week!

Excelsior!

Stan

ITEM! You know how we're always saying that we like to level with you whenever humanly possible? And how we've been telling you that we've been hard-pressed to meet all our much-dreaded deadlines since the decision was made to add a bunch of new titles to the mad-cap Marvel line? Well, recently, neo-editor ROY THOMAS decided that there was one (and probably only one) way to meet the problem—and that is, by doing at least one extra, fill-in issue of virtually each and every one of our monthly mags (and maybe a few of our bi-monthlies, too, just to be on the safe side)! Still, rather than just toss them

at you at random and let you think we're playing musical chairs with our artists simply for the heck of it, he and STAN decided to announce the whole policy more or less in advance. That way, you won't be thrown for a loss when you see a surprise guest-artist penciling your favorite strip sometime in the next few months—and besides, now you and the rest of Marveldom Assembled can have a ball trying to guess exactly who will do the inventory story in this or that mag.

Just a helpful hint or two: Occasionally the fill-in ish will be done by one of the stellar artists of our monthly lineup. More often, naturally, it'll be done by someone whose work you've glimpsed higher and yon but who doesn't do a regular feature for us. (And this includes a few all-time comic greats whose work you probably haven't thrilled to in a good long while!) Also, whenever possible, we intend to keep the same writer and inker on that issue, so that our far-famed Marvel continuity won't be shot to heck! Okay, we've had our say, believe! Now, just trust us when we swear we're not really doing this because we want to send any of you frenetic ones off the deep end! 'Nuff said!

ITEM! Oh, and just to get things rolling: In case you haven't already guessed, that "extra" tale or twain of everybody's favorite SPIDER-MAN is the current reworking by Jazzy JOHNNY ROMITA and Merry GERRY CONWAY of the epic which originally appeared in the SPIEY SPECTACULAR—albeit in wildly different form... while ROSS ANDRU has teamed up with Rascally ROY and Joltin' JOE SINNOTT to help Big JOHN BUSCEMA get ahead on the FANTASTIC FOUR! There's another shock or two lurking around this month, too—but we'll let you seek those out for yourself!

MARVELOUS MARVEL MINI-ITEMS! Hey! Anybody out there dig the Irreverent BILLY GRAHAM (Luke Cage's mighty mentor) when he M.C.'d a comedy show recently in Greenwich Village's famous Village Gate night club? If not—well, better luck next time! • We've already mentioned ROSS (Boss) ANDRU, but just wait'll you dig the first art-job he did as regular artist of SHANNA THE SHE-DEVIL! • Also, we're dead certain most of you haven't forgotten Rollin' CHIC STONE, who inked some of Marvel's greatest triumphs during the sizzling 60's! And now you'll be seeing more of his awesome artistry on RED WOLF and other sensational strips! Welcome back, Chickie-Baby! • You oughtta see the pile of mail we get each day congratulating us for snagging WILD BILL EVERETT once more to handle the feature he created lo, these many moons ago—none other than SUB-MARINER, of course! Now if we can just get him to make a deadline or two... What a month this has been! No sooner did Rascally ROY THOMAS stagger back from his West-Coast vacation (during which he was a major guest, along with Cali-

fornia-born MIKE FRIEDRICH, at the gala SAN DIEGO COMICS CONVENTION), than Stainless STEVE ENGLEHART departed for that same golden state—and we just heard a rumor that GERRY CONWAY's packing his bags for L.A., to boot! Sheesh! Now if somebody would just stick around long enough to write a comic-mag or two! • Here's a final teaser: In the next month or three, we've got two zinky new features to unleash upon you in already-established titles. We don't want to over-excite anybody, so we'll just whisper that their names are THONGOR OF LOST LEMURIA and WAR OF THE WORLDS! There! Does that start anybody's adrenalin pumping away? Yeah... we kinda thought so. See ya.

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FANTASTIC FOUR #129: The Human Torch and Quicksilver battle each other—and a maddening new menace—in the land of the uncanny Inhumans! This one's where the action is, people!

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DOC SAVAGE #3: You'll never forget Ulla—commander of the Silver Death's Heads! And neither will Doc Savage or his Fighin' Five!

VAULT OF EVIL #1: You've wandered into the Chamber of Chills—and come shuddering out of the Crypt of Shadows! Now, it's time to enter—the Vault of Evil! Some of the scariest spook-taculars of all!

JOURNEY INTO MYSTERY #3: "The Shadow on the Steeple"—by master storyteller Robert Bloch! Plus two other dead-of-night shockers!

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SPIDER-MAN #117 (The Smasher strikes back—and how!) • AVENGERS #108 • THOR #208 (Introducing—the 4-D Man!) • HULK #160 • CAPTAIN AMERICA & THE FALCON #158 • IRON MAN #55 (The Day of the Destroyer) •

DAREDEVIL #96 • SUB-MARINER #58 • ASTONISHING TALES #16 (Ka-Zar battles—in the heart of a hostile city) • HERO FOR HIRE #6 • COBAN THE BARBARIAN #23 (Even the Cimmerian is no match for—Red Sonja) • THE DEFENDERS #4 • WARLOCK #4 •

CRAZY #1 (What's in it? You'll find out!) • SHANNA THE SHE-DEVIL #2 • GUN-HAWKS #3 • COMBAT KELLY #5 • MARVEL SPOTLIGHT #4 (The Ghost Rider prowls again!) • SGT. FURY #21 • FEAR #12 (Manhunt for a Man-Thing) •

JUNGLE ACTION #3—plus a new, off-beat feature called CALVIN—starting this issue in LITTLE KIDS #10—where else? Do yourself a favor—try 'em all!

Never finished high school?

Now you can get a diploma without going back

You already know why it's important to have a high school education. You've probably learned the hard way that it can be pretty difficult to get the kind of job you want without one. No matter how hard you're willing to work.

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Maybe you've thought of trying again to get a diploma. But you've suffered enough classroom "battle fatigue" to last you a lifetime. So you'd hate to travel that route again even if you could.

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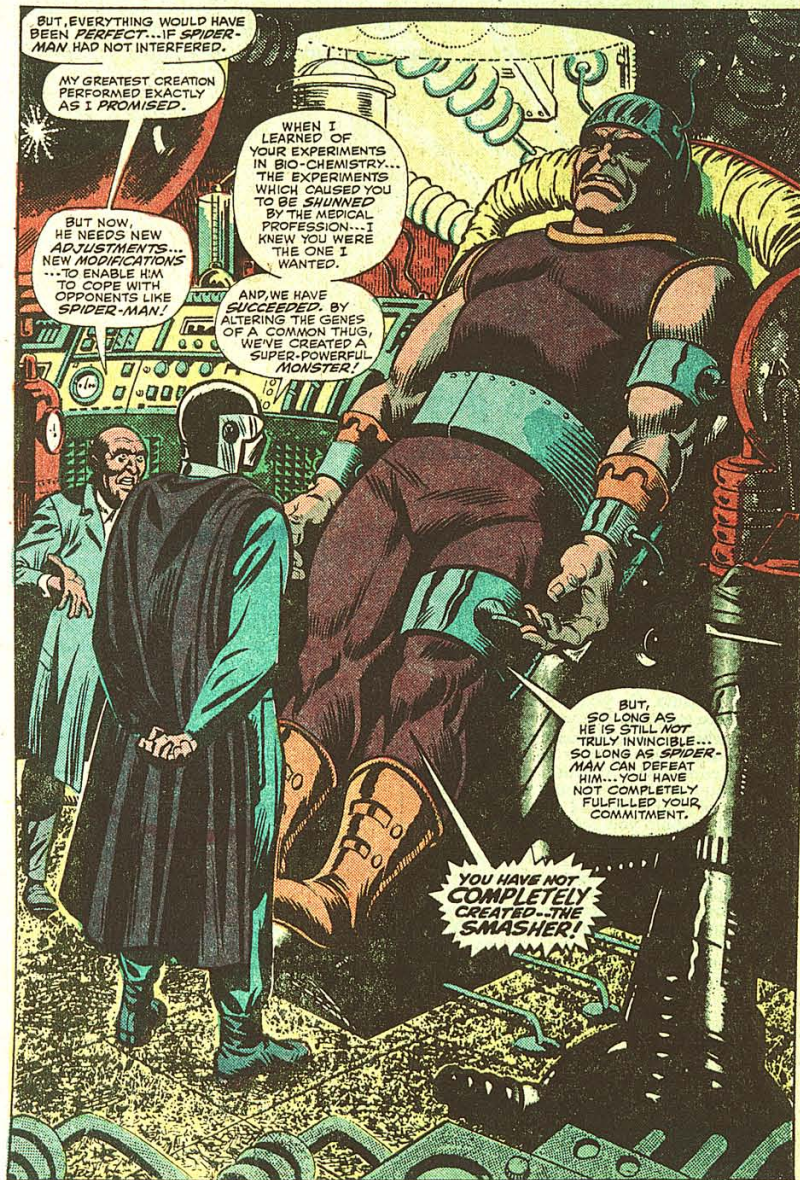
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JW24





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CONTINUED AFTER NEXT PAGE



The Adventures of CORGI Boy

It all started when I was driving my CORGI Surtees T89 Formula 1 racer along the African coast headed for the lost city of Xanda, in search of legendary lost treasures.

I swerved to avoid the creature of darkness, but it had tumbled down the side of the embankment. My CORGI rolled over and over and over, but I wasn't hurt, and my CORGI was undamaged. It's practically indestructible.

Then circled around behind the menacing mutation and let go with my laser blaster, firing a beam of laser light right there in its tracks, enabling me to advance along my path unimpeded.

Yet I know this is only the first of what will no doubt be a whole series of treacherous situations that threaten my journey. But I'll have to wait and see. For now, I've got to go now.

#162 QUARTERMASTER DRAGSTER

#159 SURTEES T89

#374 JAGUAR "E" TYPE

#373 \$69 #74 \$69

#50 \$69 #65 \$69

FERRARI 512S CARABO ALFA-ROMEO BARCHETTA

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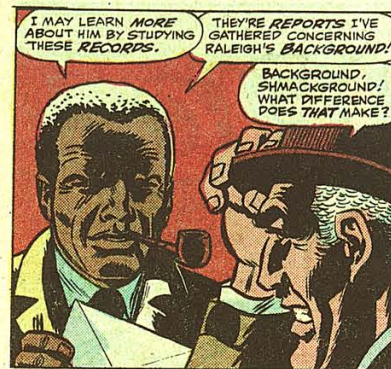
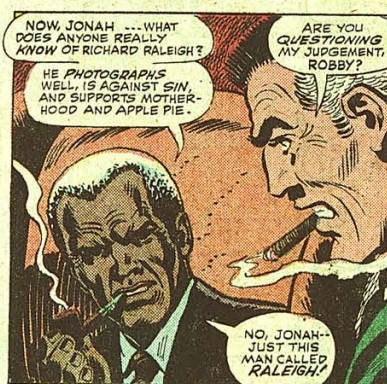
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the TERRIFIC TEN

SATURDAY MORNING, AND ADAM AND EYV ARE TALKING OVER WHAT TO DO....

DON'T LOOK NOW, EYV, BUT SOMETHING FUNNY'S HAPPENING TO OUR TV SET!

ADAM! IT'S THE PINK PANTHER! AND HE WANTS US TO COME WITH HIM!

Wow!
IT'S A WHOLE NEW WORLD!
NEVER FEAR... UNDERDOG IS HERE!
COME MEET THE **TERRIFIC TEN**
NBC'S GREAT NEW SATURDAY MORNING LINE-UP!

ADAM! LOOK WHO IT IS!
WE'RE ALL ON NBC THIS FALL — ALONG WITH A BUNCH OF FAR-OUT, BRAND NEW SHOWS.
THE JETSONS!
AMERICA'S FIRST FAMILY OF SPACE!

Look out!
WE'RE THE **HOUDCATS!**
FASTEST GOONS IN THE WEST! WE RIDE IN A STUTZ! WE'RE SHORT ON GUTS!
BUT WE'LL MAKE YOU LAUGH HARDER THAN YOU EVER LAUGHED BEFORE!

WE'RE THE **HOLIDAYS... THE ROMAN HOLIDAYS!**
WHEN IN ANCIENT ROME THIS FALL, LOOK US UP!
ET TU, BRUTUS?
ME, TOO!
WHO ARE YOU?

A BUNCH OF ROMANS?
WHAT'S WRONG WITH A GOOD AMERICAN FAMILY?
BUT ARNIE — THAT'S US! **THE BARKLEYS!**
WE'LL BE HERE, ON SATURDAYS, TOO!

LOOKS LIKE THE 21ST CENTURY!
IT IS! IT'S **SEALAB 2020**
TRUE-TO-SCIENCE ADVENTURE IN THE MOST AMAZING ENVIRONMENT OF THEM ALL!

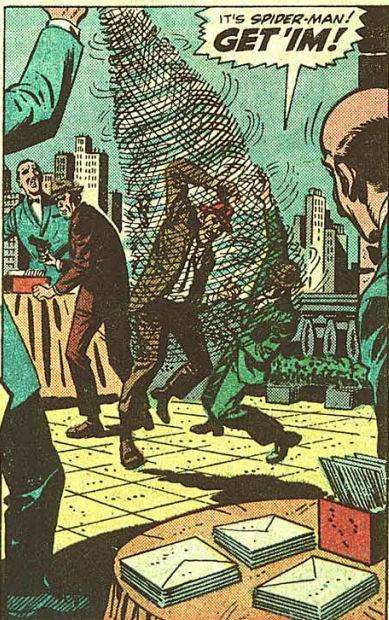
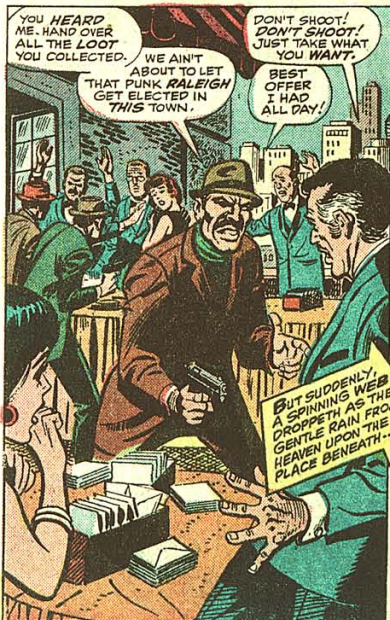
ADAM, WHO INVENTED CATSUP?
DO I GET A CHOICE?
YOU GET **THREE CHOICES ON RUNAROUND,**
STARRING PAUL WINCHELL AND ME, JERRY MAHONEY!
PRIZES, SUPERPRIZES — IT'S THE WILDEST NEW GAME SHOW ON TV!

ABSOLUTELY! WE'RE GOING **AROUND THE WORLD IN EIGHTY DAYS** THIS FALL...
GOING SOMEWHERE?
PITTSBURGH TO PARIS, BOMBAY TO BATON ROUGE. A RACE AND A CHASE IN EVERY SINGLE PLACE!

LOOKS LIKE **KIDS** ARE THE STARS HERE!
RIGHT! ON **TALKING WITH A GIANT.**
KIDS RAP WITH A DIFFERENT FAMOUS GUEST EACH WEEK ON EVERYTHING FROM DREAMS TO SPACE TRAVEL!

Wow! THEY REALLY ARE THE **TERRIFIC TEN!**

THREE GREAT FAVORITES... SEVEN BRAND NEW SHOWS!
EVERY **SATURDAY MORNING!**
STARTING **SEPTEMBER 9!**
WATCH UNDERDOG, THE JETSONS, THE HOUDCATS, THE BARKLEYS, SEALAB 2020, RUNAROUND, TALKING WITH A GIANT, AROUND THE WORLD IN EIGHTY DAYS... **ALL ON NBC!**
CHECK YOUR NEWSPAPER FOR CHANNEL NUMBER!





THE SPIDER'S WEB

SEND YOUR LETTERS TO:
THE MARVEL COMICS GROUP, NINTH FLOOR 575 MADISON AV., NEW YORK, N. Y. 10022

Dear Stan, Roy and others:

First, I would like to say that Marvel comics have become the most important thing in my life. I can never get enough of them. Quite often I find myself raging at members of my family because some of the drugstores haven't gotten shipments in as soon as they were supposed to. I often send away for Marvels, because I am so fed up with the drugstores I could commit suicide. I've finally decided to get subscriptions, and that should solve all my temper problems.

Now I would like to comment about the low rank of Marveldom known as RFO. I think it should be changed to RLO (real lazy one). Three mags a month is tiddly-winks for anyone who is devoted to MARVEL. I myself buy 13 to 15 mags a month. SO THERE!!!

Matthew Carp, 4625 Maryland Avenue
St. Louis, Mo. 63108

Where, Matt, where??

Oh, well, wherever... thanks for your unabashedly enthusiastic note. A few more proselytizers like yourself and the world will be at our feet! (Actually, we'd be satisfied if they'd all just buy 13 to 15 mags a month.)

And, by the way, here's something weird. Our new editorial assistant, Steve Gerber, was born and bred in ol' St. Louie, and when he saw your letter, he smiled knowingly and whispered, "Pssst-- tell him to try the drugstore at the corner of Millbrook and Big Bend, in the shopping center behind the pizza parlor." Howzat for, service! (Anyway, it beats yelling at your family...)

Dear Stan, Roy, Gerry, and John,

After ten years of just buying, reading, and collecting your magazines, I have decided to toss in my two bits' worth in regard to your finest effort: SPIDER-MAN.

In those ten years, the development of Spidey has been greatly enhanced by your present artist-- John Romita. In issue #113, I almost keeled over when someone by the name of J. Michael Reaves tells me that Romita can't draw Spidey! Look again, J.M.! Count that as one vote for Romita over anyone.

Conway's scripting is great. Issue #113 had a very good script. (In case you haven't figured this out yet-- issue #113 was superb.)

However, not everything is quite so rosy. Assuming that we (Marvel's readership) want as close to realism as possible, I vote that Peter tell Robby Robertson, or some equally qualified person, his secret identity. If I were Spidey, I would tell the person that I could trust 100%. So would anybody. The only reason Peter hasn't before is supposedly because of Aunt May. It's the logical thing to do, and I think Peter should do it.

Now I realize that this could hurt the "problem" bit you have going for Spidey. He's still got problems, but now he won't have to bear the burden all alone. Is that what you are saying? Of course it is! Here is the solution, guys! Peter will just use Robby as a counselor; not as someone who will tell him how to do things, but rather someone who will advise him on critical decisions. Until my collection is sold --

Michael Harrah, 4117 N.W. 31st
Oklahoma City, Oklahoma 73112

Gee, Mike, even if you do sell your collection, that doesn't mean you have to stop reading the new issues! Anyway, John and Gerry thank you for the good words. Both of those guys are heaping copious amounts of blood, sweat, and soul into their work on the strip. And, frankly, we in the Bullpen can't help thinking it shows in the mag.

On the matter of Pete revealing his secret, though... well, it's not in the stars just yet. However, we can virtually guarantee that some of the other developments in store for Spidey will truly move and shake you. In other words, web-friend, stay tuned!

Dear Stan & Roy:

Gerry Conway may just be the best thing that could happen to Spider-Man! Oh, Spidey's been developing for years, but for all too long, potential character- and plot-revelations just hung there, proposed by artist/writer, but not clearly pursued. Joltin' Gerry has the ability to give Spider-Man a definite sense of direction! (He's already done it with DD -- taking dozens of issues of uncertain plot threads and forming the most dynamic super-hero duo today!) What's more, Gerry's strong supporting characters are perfect for Spidey!

In just this issue (#113), Gerry has:

Reintroduced Betty & Ned! (Say, did they ever get married?)

Taken time out for character vignettes (Robertson's family; Gwen & Harry's concern for Peter);

Given Peter his most realistic weakness yet: an ulcer! (This also revives the theme of the forces of nature conspiring against our hero -- instead of his own stupidity. Keep it up!)

Shown an uncanny sense for detail with Spidey's substitute costume mask! Of course it wouldn't have his super-plastic one-way eye pieces, just holes for the eyes! Brilliant!

With Roy limiting his scripting to just a few titles, it looks like Mr. Conway is fast becoming Marvel's busiest scripter. I just hope you keep Gerry on SPIDER-MAN for a long time -- he has a sense of continuing subplots and action which is essential to a character like Peter!

Wally Podrazik, 2714 S. Hillock Avenue
Chicago, Illinois 60608

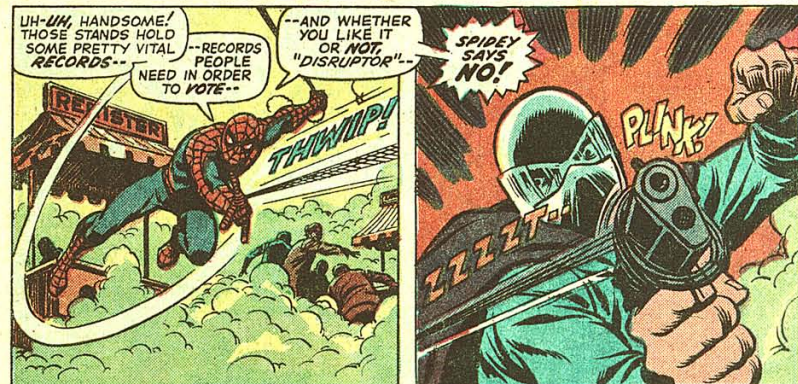
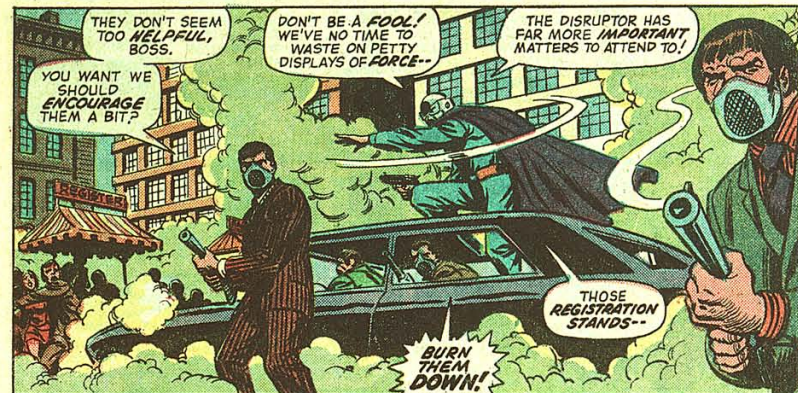
Wally, the collective response of Marveldom Assembled to Gerry's scripting of the wall-crawler has been excellent. Even the Merry One himself didn't expect such enthusiasm, walking into the strip as he did on the heels of a certain Smilin' Guru. But Gerry's hit his stride now -- and considering that the guy is well over six feet tall, you can expect him to take major steps to keep Spidey swingin'!

**BIG THINGS ARE COMING
FROM MARVEL! WATCH
FOR 'EM--- 'NUFF SAID!**

KNOW YE THESE, THE HALLOWED RANKS OF MARVELDOM:

R.F.O. (Real Frantic One) -- A buyer of at least 3 Marvel mags a month.
T.T.B. (Titanic True Believer) -- A divinely-inspired "No Prize" winner of the other titles.
Q.N.S. (Quite 'Nuff Sayer) -- A fortunate frantic one who's had a letter printed.

K.O.F. (Keeper Of the Flame) -- One who recruits a new comer to Marvel's rollickin' ranks.
P.M.M. (Permanent Marvelite Maximus) -- Anyone possessing all four of the other titles.
F.F.F. (Fearless Front-Facer) -- An honorary title bestowed for devotion to Marvel above and beyond the call of duty.





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CONTINUED AFTER NEXT PAGE



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LABORATORY TECHNICIAN

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are overwhelmed by the growing flood of animals needing health care. This is your opportunity to combine your love for animals with a rewarding career--and work side-by-side aiding a man dedicated to helping those who can't help themselves.

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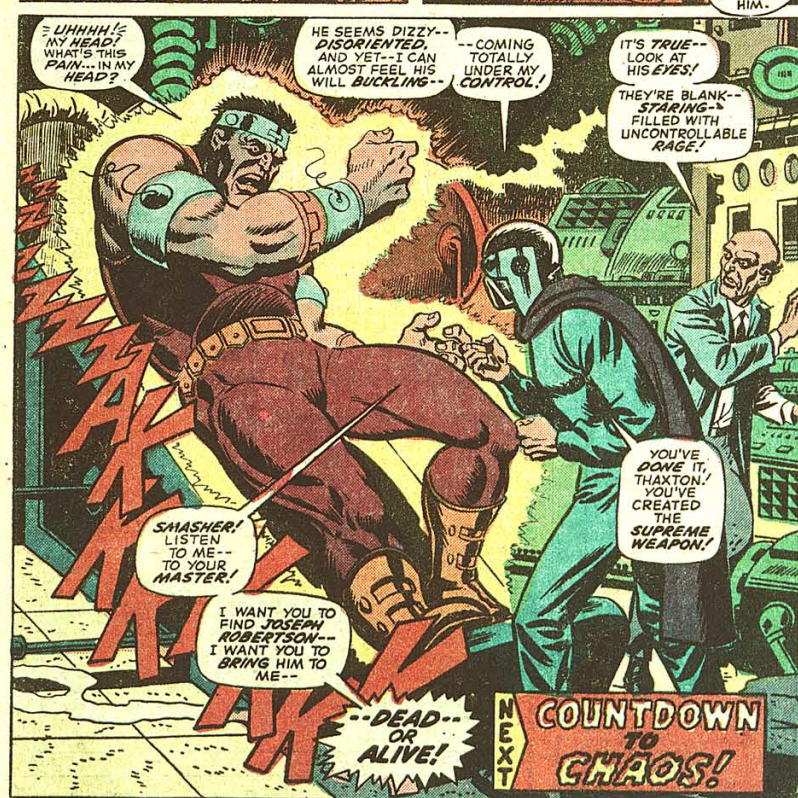
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MOTHER LOST 37 POUNDS. "My mother weighed 175 pounds. Six months of the Slim-Pak Plan and she is down to 138. I'm sending for Slim-Pak!"

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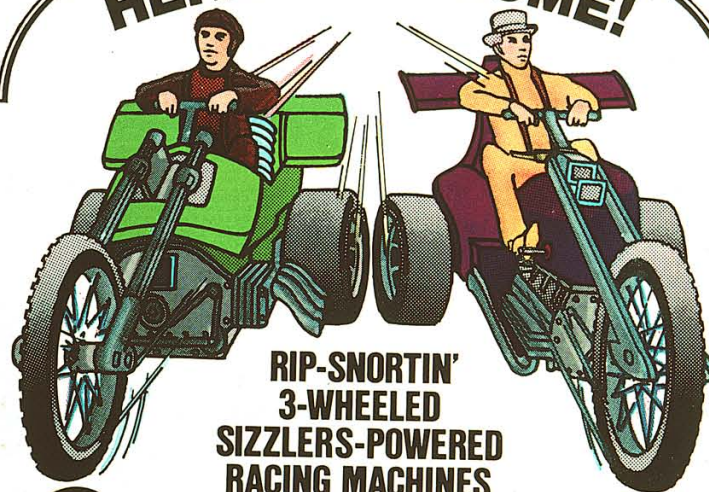
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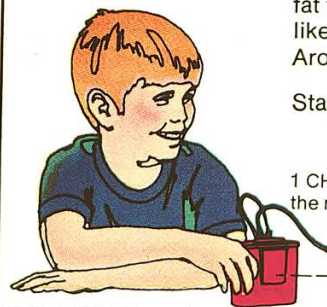
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